

LATHAM & WATKINS LLP  
Peter M. Gilhuly, Esq. (*pro hac vice*)  
Ted A. Dillman, Esq. (*pro hac vice*)  
355 South Grand Ave, Ste. 100  
Los Angeles, CA 90071-1560  
Tel: (213) 485-1234  
Fax: (212) 891-8763

*Attorneys for Simon Property Group*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

<b>In re:</b>	:	<b>Chapter 11</b>
	:	
<b>SEARS HOLDINGS CORPORATION, <i>et al.</i>,</b>	:	<b>Case No. 18-23538 (RDD)</b>
	:	
<b>Debtors.</b>	:	<b>(Joint Administration Requested)</b>
	:	

---

**AMENDED NOTICE OF APPEARANCE AND  
REQUEST FOR SERVICE OF PAPERS**

**PLEASE TAKE NOTICE** that the undersigned hereby appears in the above-captioned cases on behalf of Simon Property Group, and, pursuant to Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) 2002, 9007, and 9010(b) and section 1109(b) of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), hereby requests that any and all notices given or required to be given in these cases and all papers served or required to be served in these cases, be delivered to and served upon the person(s) listed below at the following addresses, telephone, and facsimile numbers:

LATHAM & WATKINS LLP  
Peter M. Gilhuly, Esq.  
Ted A. Dillman, Esq.  
355 South Grand Ave, Ste. 100  
Los Angeles, CA 90071-1560  
Tel: (213) 485-1234  
Fax: (212) 891-8763  
Email: peter.gilhuly@lw.com  
ted.dillman@lw.com

LATHAM & WATKINS LLP  
Christopher Harris, Esq.  
Rakim E. Johnson, Esq.  
885 Third Avenue  
New York, NY 10022-4834  
Tel: (212) 906-1200  
Fax: (212) 751-4864  
Email: christopher.harris@lw.com  
rakim.johnson@lw.com

**PLEASE TAKE FURTHER NOTICE** that the following attorney hereby withdraws his appearance in the above-captioned cases on behalf of Simon Property Group, which will have no material effect on the schedule in this matter, nor will it cause prejudice to any party, as Latham & Watkins LLP will continue to represent Simon Property Group:

LATHAM & WATKINS LLP  
Marc A. Zelina, Esq.  
885 Third Avenue  
New York, NY 10022-4834  
Tel: (212) 906-1200  
Fax: (212) 751-4864  
Email: marc.zelina@lw.com

**PLEASE TAKE FURTHER NOTICE** that the foregoing request includes not only the

notices and papers referred to in the Bankruptcy Code provision and Bankruptcy Rules specified above, but also includes, without limitation, all orders, notices, hearing dates, applications, motions, petitions, requests, complaints, demands, replies, answers, schedules of assets and liabilities and statements of affairs, operating reports, plans of reorganization and liquidation, and disclosure statements, whether formal or informal, whether written or oral and whether transmitted or conveyed by mail, hand delivery, telephone, electronic mail, or otherwise, that is filed or given in connection with the above-captioned cases and the proceedings therein.

**PLEASE TAKE FURTHER NOTICE** that this request shall not be deemed or construed to be a consent to the jurisdiction of the Bankruptcy Court for the Southern District of New York or a waiver of any substantive or procedural rights of Simon Property Group, including: (1) to have final orders in non-core matters entered only after de novo review by the United States District Court for the Southern District of New York (the “**District Court**”); (2) to have a trial by jury in any proceeding so triable in these chapter 11 cases or any case, controversy, or proceeding related to these chapter 11 cases; (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; and (4) any other rights, claims, actions, defenses, setoffs or recoupments to which Simon Property Group may be entitled under agreements in law, in equity, or otherwise, including to have disputes resolved by arbitration, all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved.

Dated March 21, 2019  
Los Angeles, California

**LATHAM & WATKINS LLP**

By: /s/ Ted A. Dillman

Peter M. Gilhuly, Esq. (*pro hac vice*)  
Ted A. Dillman, Esq. (*pro hac vice*)  
355 South Grand Ave, Ste. 100  
Los Angeles, CA 90071-1560

Christopher Harris, Esq.  
Rakim E. Johnson, Esq.  
885 Third Avenue  
New York, NY 10022-4834

*Attorneys for Simon Property Group*